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# *The Night after* *Hallowe'en*

By Mark B. Oliver



## Prologue

Justin shivered, as the wind whipped around him. Instinctively he pulled his parka hood further across his face, he was very cold, and very lost.

'Thank heavens the moon's bright,' he muttered to himself as he glanced upwards. The moonlight cast eerie shadows around the forest he had been trudging through for hours.

'Mum is never gonna let me forget this,' he sighed. After all, she had warned him not to go hiking alone. 'Poor Mum, she's probably worried sick.' He should have been home hours ago but somehow had wandered off the path and had been struggling to find his way out of the trees ever since. Pulling his compass from his pocket, Justin held it up to the moonlight but it just wasn't bright enough to make the needle out clearly. Exasperated, he put it away and continued to weave through the forest.

The wind suddenly picked up, great gusts that newly blew him over. And then it dawned on him.

'That's not wind.' Glancing up he could see a dark object flying just above the tree line; the branches smoldering from the heat. Realizing that it was going to crash, Justin started to run. The pilot and passengers were going to need help. The noise was deafening as the craft passed overhead and sprinting now, Justin struggled to keep up. Ahead of him, he could hear a deafening roar as it plummeted towards the forest; there was an almighty splash and then silence.

Justin raced into a clearing, a large lake lay before him, but there was no sign of any airplane, no wreckage, no noise even. It was as though the entire world had fallen silent.

'Surely it can't be that deep?' Frantically he glanced around, slipping his rucksack off his back as he did so, dropping it to the ground. Sweating profusely, he unzipped his parka and made his way to the water's edge. The water was perfectly still, the moonlight reflecting off the mirror-like surface.

The young man, sank to the ground, his feet stretched out before him. Had he imagined it? Was he that tired? Dehydrated maybe? Slowly his breathing returned to normal as he calmed down. The lake looked beautiful in the moonlight; so peaceful. Justin pulled his mobile from his rucksack - maybe he would finally have a signal.

'Yes!' he exclaimed with relief. Just half a bar, but if he kept very still... As he dialed his mum, he could see a fish swimming by the water's edge, just underneath the surface of the water. He turned his attention back to his mobile. 'Come on, come on.'

Without warning a gnarled, bony hand reached up from the water and grabbed his ankle, holding it tight. Terrified, Justin dropped his phone and tried to break free, but whatever had him was immensely strong. Using his other leg and his hands he tried desperately to clamber away, but the grip was too tight. To his horror, it was pulling him into the lake. He tried to scream out, but no sound would come. He tried in vain to find something to grab onto, anything, but his fingers just clawed at the soft dirt. He was on his back, up to his waist in water, being dragged in.

On the bank, his discarded mobile lay in the soil.

'Justin, Justin, is that you?' But Justin was gone, the lake quiet and calm once more. 'If this is one of your Hallowe'en pranks I'm really not impressed, young man. You might find it funny...' The words were beginning to sound desperate over the still, silent water. 'But nobody's laughing.'



## Part One

**L**ouie Rollins and Millie Peterson were giggling away in the playground as they left school for the day.

'And when Dad saw you with...' Millie couldn't complete her sentence she was laughing so hard. Louie, too, was laughing hysterically, as they remembered the Hallowe'en party the night before.

'Oh, I wish it was Hallowe'en every Sunday night,' he exclaimed. Not only were Millie and Louie best friends but they were cousins too, not that you could tell by looking at them. Louie was tall and thin with straight blonde hair, while Millie was shorter with a mop of curly black hair. They had been born within a few days of each other ten years ago and were always together, partners-in-crime.

Millie lived close to the school, but Louie's home was on the other side of town. Louie waved cheerfully at his best friend who waved back and he clambered onto his bike. Louie was in a good mood, Monday was his least favorite day in school but it was over now and he was off home to see his newborn sister.

Checking his lights were working properly, he rode away, waving to Millie one last time. The road ahead was being dug up, so rather than go his usual route, he decided to turn right early and cycle through the industrial park. It was actually a shortcut, but a bit steeper, so it wasn't really out of his way.

Panting for breath a little as he cycled, Louie raised himself out of the seat to make it easier going uphill. Suddenly his back tyre started to wobble and he nearly fell off. He managed to brake and put one foot on the ground. Looking back he saw his rear tyre was flat.

'I don't believe it!' he exclaimed. There was no way he could cycle home like this and he didn't have his puncture repair kit with him. Glancing around he could see that he was surrounded by warehouses, but most of them were dark and look deserted. But light was escaping onto the street from one just up ahead, its large metal door ajar. Louie propped his bike against the wall and called inside.

'Hello, hello, is anyone there?' Nobody answered but he could hear somebody moving around inside. He tried to push the sliding door open further but it wouldn't budge. So turning sideways he squeezed through the gap into the building.

It was huge and in the roof high above were some very dirty skylights, but they weren't letting much light in as it was getting dark outside. In the gloom he couldn't see anyone or anything clearly, just strange shapes, leaving long shadows on the concrete floor. He heard that same noise again, someone was definitely in here.

'Hello? Can you help me? My bike has a puncture, I need to call my mum!' But there was no reply. Dejected, he stood there for a minute or two before squeezing through the door once more. It was really getting dark now.

'The clocks went back last night, that's why it's getting dark so early,' Louie realized. He didn't want to walk the several miles home and besides, he needed to get a message to his mum. Unclipping the light from the front of his bike, Louie went back inside, and shone the light around.

'Wow.' As he moved the beam of light around the room he could see this was a warehouse full of Halloween paraphernalia; cauldrons, jack-o'-lanterns, broomsticks, toy spiders, even a grandfather clock. Not only were there hundreds of these items laying out, but there were rows and rows of boxes, stacked high in aisles, making it impossible to see very far.

Louie went over to the closest group of items. Touching a cauldron he realized it was stone, not plastic like you saw in the supermarket, and the broomstick was made of a real branch and twigs. He heard a scuffling noise, which made him jump. Shining his light around he couldn't see anyone and no one answered his calls for help.

'If I can just find a phone, it's only a local call...' But his train of thought was interrupted by that sound again, closer now. Tentatively, he made his way deeper into the warehouse towards the noise. In the beam of light he noticed a trail on the dusty floor; it looked as though a large box had been dragged along. Following the markings in the dust, he turned a corner and at the end of the aisle he could just make out a man crouched over a box, seemingly oblivious to his presence.

'Excuse me, can you help? I need to call home, do you have a phone I can use?' The man didn't respond or acknowledge his presence. Maybe he was hard of hearing Louie reasoned as he walked closer. Surely though he should have seen him? He was close now, the man was wearing a coat with the hood up; Louie shone the light directly on him and the figure turned towards him. Louie screamed.

The man's face was horribly disfigured, his skin gray and peeling away and his eyes blank, lifeless. Louie stood there petrified, unable to move, when he felt someone tap him on the shoulder. Louie nearly jumped out of his skin. A tall thin man was standing beside him. He was wearing a tweed jacket like his granddad wore, braces and a bow tie. The man had one finger pressed up against his lips and with his other hand, he beckoned Louie to follow him.

Despite scaring him witless, there was something about the newcomer that made Louie instinctively trust him. Slowly and quietly they backed away from the disfigured man, who turned his attention back to the box.

'You can stop holding your breath now. Natural I know when you get a fright like that, but counterproductive in the end.' The man was smiling. 'I'm the Doctor', he said, shaking Louie's hand vigorously. 'Umm, the breathing thing...' Louie suddenly realized he had been holding



his breath the whole time and he gasped for air as the man, the Doctor, patted him on the back.

'There you go,' beamed the Doctor.

Still trying to catch his breath, Louie looked up at the stranger. 'I got a puncture, I came in here looking for help, I'm Louie,' he explained.

'Yes well, probably not the best place to come for help, Louie, but I'm here now.'

'What are you doing here?'

'I came to help you.'

'Really?'

'No, well, when I say I came to help you, I don't mean you specifically, more of mankind in general, but you're human, yes? Yes. So yes to help you.'

'Okay... I need to call my mum, she'll be worried.' The Doctor fished around in his pockets and pulled out a mobile phone.

'I don't usually carry one of these but Amy insisted, 'If you are going to leave Rory and me on a planet, on its honeymoon no less, while you swan off to goodness knows where, the least you can do is keep in touch!' She can be so bossy,' ruminated the Doctor.

'Girls can be like that,' nodded Louie. Taking the mobile Louie dialed his mum, explaining he'd got a puncture and the Doctor was walking him home. He thought it best to leave out the bit about the creepy warehouse and the dead-eyed man. Louie's mum was initially alarmed, but assuming the Doctor was a teacher at Louie's school, she said she'd keep his dinner warm and to hurry home.

'Let's get you back to your family,' said the Doctor and finding a torch in his pocket, the duo made their way back to the door. As they approached the entrance, the grandfather clock started to tick, the noise echoing around the warehouse.

'Oh yes, very clever! It won't work,' yelled the Doctor loudly. Grabbing Louie's hand the Doctor started running towards the door, it was creaking and grinding, slowly sliding shut of its own accord. With a loud thud the door slammed shut before them. The Doctor hammered on it.

'Or maybe it will. Oh come on, what will locking him in achieve?' The Doctor was pacing up and down furiously. Louie was about to ask the Doctor what was going on when a raspy chuckle echoed around the chamber.

'It was Hallowe'en last night,' exclaimed Louie, 'why is this happening tonight?'

'It's, well, complicated,' muttered the Doctor his attention drawn to the Hallowe'en items stacked around them.

'Why hide here?' mused the Doctor, as he rummaged through a box, pulling out a crystal skull.

'Who are you talking about? That man with the terrible face?'

'Oh no, not him,' replied the Doctor distractedly as he studied the skull. 'He's just being animated. I'm afraid our poor friend back there died some time ago. Several days, at least.'

Louie's blood ran cold. 'Dead? But, he was moving.'

'He's like a puppet, someone is pulling his strings, that's all.'

Louie thought he was going to be sick. 'That's disgusting.' The Doctor looked up and reassuringly put his hand on Louie's shoulder.

'Well it's a good thing we're here to stop this then.' There was something about the Doctor's gaze that calmed Louie's fears but then something brushed passed him. Louie leapt back instinctively.

'Something just ran over my foot...'

The Doctor slowly raised his torch and Louie his light. There were large spiders everywhere. On top of the boxes, in the aisles, climbing on the grandfather clock. And all were facing them, twitching, ready to pounce.

'But they're just toys,' Louie protested.

'I don't think anybody has told them that.'

Unseen, one of the spiders had climbed the wall behind them. It scuttled across the crumbling brickwork, exposed its fangs and leapt...



## Part Two

The spiders had surrounded the Doctor and Louie when one leapt off the wall behind them. Out of the corner of his eye, the Doctor saw a flash of movement and instinctively pulled Louie to one side. The spider narrowly missed Louie's head as it fell to the ground.

'Doctor, you have a plan, right? Right?'

'Well, when you say a plan do you mean a foolproof way out of here? 'Cos if you do, I'm working on that. You know, these things take time to develop.' The evil raspy laugh echoed around the warehouse once more. The spiders, more animated now, were only inches away, their legs twitching as they prepared to leap up towards their prey.

'You don't have to do this!' the Doctor called out in frustration but there was no reply.

'Louie, I need you to do exactly what I say.'

'Uh huh,' stammered the terrified schoolboy.

'No, Louie, exactly what I say, exactly. No deviation, no repetition, no that's a radio show...' The Doctor trailed off momentarily, but there was no mistaking the urgency in his voice. 'Follow in my footsteps, my boots will leave a mark in the dust. See?' The Doctor raised his right foot. 'Good.'

The Doctor removed his sonic screwdriver from his jacket and with his torch between his teeth, aimed the sonic at the spiders on the floor. The device emitted an ear-splitting high pitched sound. The effect on the spiders was immediate. Those in the path of the sound wave cowered back; the Doctor was cutting a path through them.

Quickly, but with great care, the Doctor walked along the narrow passage he was creating through the mass of spiders. Louie gingerly followed, making sure to precisely match the Doctor's footsteps. The Doctor was nearly free of them when Louie saw a spider atop a crate about to pounce. He shouted a warning and with lightning speed the Doctor swung the sonic

up at the spider which scurried away. Suddenly they were free of them. Spinning around the Doctor moved the sonic in a semi-circular motion preventing the spiders from advancing.

'Good man,' he grinned, slapping Louie on the back cheerily. But Louie's brow was furrowed.

'I don't get it, we saw maybe 15 of those toy spiders, but there are hundreds of them now. Where are they coming from?'

'I don't think these boxes are empty,' replied the Doctor as he gazed around at the thousands of stacked containers that surrounded them. The colour drained from Louie's face. The Doctor seemed to want to pace, but couldn't as he kept the spiders at bay.

'Here, let me,' suggested Louie, his arm outstretched. The Doctor handed him the sonic.

'Just keep this button pressed and...'

'I got it Doctor,' smiled Louie despite everything, calmer now they were out of immediate danger. The Doctor started pacing, muttering to himself, drumming his fingers against the side of his head.

'Doctor, the spiders, they're hardly moving.' Instantly the Doctor was at his side.

'That's interesting. I wonder...'. The Doctor took the sonic and deactivated it. The spiders had stopped moving altogether.

'Did your device kill them?'

'My sonic screwdriver? No, besides, they were never alive to begin with. See?' Before Louie could protest the Doctor grabbed the nearest spider and held it in front of Louie's face. He tapped on it. 'Plastic.' The Doctor tossed it in the air and then expertly kicked it into the distance.

'Come on, I want to take a look inside that box the man had earlier.' As they walked back towards where they had met, the new friends failed to see two glowing red eyes watching them.

'He's not here!' exclaimed Louie as they rounded the corner. Breaking into a run he raced over to the box.

'Don't touch... it.' The Doctor's voice trailed off as Louie opened the flaps and peered inside. 'Why does nobody ever listen to me? Why?'

'It's some kind of machinery.'

'Is it now?' said the Doctor as he knelt beside Louie. 'Now that's interesting. A bit of a botch job but - ' The Doctor abruptly stopped talking as that laugh echoed around them, taunting them, but this time, it was closer, much closer.



Silhouetted in the darkness was the man from earlier, pushing a wooden wheelchair. As he approached, they could see a decrepit creature, vaguely humanoid, hunched over in the chair. It had leathery skin and dark eyes sunken into its face. Louie had to look away.

'Don't get up,' said the Doctor as he approached, extending his hand. The creature didn't move. 'You don't belong here.'

'But you do?' The creature was toying with him.

'End this.'

'Why should I want to do that? I like it here, it's... fun. And with Justin here to help me, I can have everything I desire, everything...'

'And that justifies murdering him?'

'He died of fright Doctor, hardly my fault.'

'And that gives you right the animate his corpse?'

'Oh come now, I'm merely... recycling.'

'But you miscalculated didn't you?' said the Doctor confidently.

'Did I?' Again the mocking tone in its voice.

'You didn't know I would be here to detect your energy signature.'

Unable to face the being in the wheelchair, Louie was looking around, when he noticed the red eyes moving towards them. He tugged on the Doctor's jacket.

The Doctor glanced down at Louie then followed his gaze, seeing the eyes for the first time. Ignoring the chuckling from behind, the pair saw a blue light start to throb around the eyes. It was one of the crystal skulls the Doctor had examined earlier, flying through the air towards them.

Two beams of red light shot from the skull's eyes. The Doctor and Louie instinctively ducked, the beams impacting the boxes behind them which exploded. They were trapped; the skull on one side of them, the alien on the other.

Louie's heart was thumping, it felt as though it was going to jump out of his chest. The skull was throbbing, waiting, taunting them before it struck them down. It was then Louie realized.

'Doctor the skull, it's throbbing in sync with my heart. As my heart beats faster, the skull throbs more.'

'Oh, that's clever.' The Doctor addressed the alien, but never took his eyes off the skull. 'You're feeding on Louie's fear, that's what your device is for.'



'Human fear isn't directly compatible with my... digestive system, I need a conduit through which to feed. And Hallowe'en, such a superstitious ritual, so much fear.'

'Louie, stay calm. The calmer we both are, the weaker it is.' Louie deliberately tried to slow his breathing and he could feel his heartbeat returning to normal.

The creature roared, and with one last furious burst of energy, the skull throbbed brightly. Instinctively Louie grabbed the device at his feet to shield himself, just as the lasers fired again.

The machine exploded and instantly the skull crashed to the floor, shattering. The explosion had started a fire and grabbing Louie's hand, the Doctor made towards the alien but their path was blocked by the rapidly spreading flames. Justin lay on the floor, no longer animated, free at last. The creature in the chair seemed trapped by the fire that threatened to engulf it. The Doctor yelled, 'Get out of here!' but smoke and flames prevented Louie seeing what happened to the alien.

Louie and the Doctor turned and ran in the opposite direction. The heat was unbearable; they had to reach the door. As they neared the entrance, the Doctor took off his jacket, wrapping it around his hand. The metal handle was red hot, but without the alien's malevolent influence he was able to slide it open with ease and they ran outside. The Doctor scooped up Louie's bike as they ran. They dove behind a wall surrounding a nearby building when a massive explosion tore through the warehouse.

They stood and watched the flames for a minute or two, before the sound of approaching sirens could be heard in the distance.

'Home?' smiled the Doctor.

'Home,' replied a relieved Louie.

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Louie's mum opened the front door. She'd met the Doctor earlier in the week and greeted him with a smile. 'Come on in, Doctor,' she said. 'They're nearly ready.'

Louie was in the kitchen, talking to Millie. Both were wrapped up warmly in thick coats, gloves and scarves. 'Now you two behave you hear? This is very kind of you, Doctor, with Geoff being away and me with baby Ella here...'

'Toffee apples!' declared the Doctor. 'Best thing about Bonfire Night, toffee apples.' Millie stifled a laugh.

'He's strange your friend,' she said.

'Doctor you're going to catch your death in just that jacket. Here, take Geoff's West Brom scarf.' Before he had a chance to object, Louie's mum had wound the scarf around his neck.

Taking Millie and Louie by the hand, they headed out into the night.

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A short while later, the Doctor, Louie and Millie were munching on their toffee apples as the organisers prepared to light the bonfire. It was incredibly high with an effigy of Guy Fawkes atop the huge pile of wood.

'Toffee apples have an incredible combination of flavours and textures. It's like a star exploding in your mouth,' smiled the Doctor.

'You've been watching too many cooking programmes,' laughed Louie. Millie was trying not to laugh, too, as she had just taken a whopping bite out of hers.

A voice boomed out over the tannoy.

'Are we ready?'

'Yes!' roared the crowd in reply.

But Louie wasn't joining in as something had caught his eye. 'Doctor, is the dummy moving?'

'Don't be silly,' replied Millie, 'It's just made of straw and old clothes.'

But others were beginning to notice too. Its arms were twitching and slowly it turned its head looking down at the crowd below. People were pointing now, unsure if it was part of the show.

The Doctor was on his feet, tense, alert. As he took Millie and Louie's hands, the dummy, taking slow, shambling paces, stepped from the unlit bonfire and advanced towards the now screaming crowd.

'Doctor!' cried Millie as she pointed away from the dummy. Another Guy Fawkes was approaching the crowd from the opposite direction.

'And another!' shouted Louie in alarm.

'I've been such a fool,' declared the Doctor, as an army of effigies advanced.



## Part Three

**A**t least a dozen Guy Fawkes were upon the crowd, their cold expressionless masks further terrorizing the innocent revelers.

'Come on!' The Doctor was already sprinting towards the edge of the park, the cousins running as fast as they could to keep up with him. He deftly navigated his way through the mass of people, making sure Louie and Millie stayed by his side.

Without warning and seemingly from nowhere, a Guy Fawkes stepped immediately in front of the Doctor. It was all he could do to stop himself from colliding with the dummy. Its cold, blank eyes seemed to be looking at the Doctor as if recognizing him. In that instant, Millie ran behind the Guy, crouched down and Louie pushed the effigy in the stomach with all his strength. It toppled over Millie and fell to the ground on its back, its arms and legs flailing. The trio were running once more.

'Where are we going? They're everywhere,' panted Louie. The Doctor pointed towards a large blue box, standing next to some trees. Retrieving a key from his pocket the Doctor unlocked the door and bundled Millie and Louie into the TARDIS.

The friends stood open mouthed at the huge interior, the gentle reassuring hum of the TARDIS in stark contrast to the mayhem outside. Their minds span, not knowing what to ask first. The Doctor was already at the console fiddling with the controls.

'Answers later!' announced the Doctor, 'First we need to know how widespread this is. It could be localized but I expect its ambitions are wider than that.' The scanner sprang into life; the Doctor stood, arms crossed watching the news report as his two companions joined him.

'We are receiving multiple reports of mass panic across the United Kingdom as Guy Fawkes dummies seemingly come alive,' intoned the female presenter. 'The Prime Minister is



expected to make a statement shortly.' The Doctor switched the report off and quickly moved to the far side of the console.

'The other Guy Fawkes, they must be what people made for bonfires in their own gardens,' reasoned Millie. 'But dummies don't just come alive.' Before Louie could explain what had happened earlier in the week, the Doctor interrupted.

'Yes, well, no time to drop you two off, I'm afraid, you'll have to come with me.' With that he flipped a switch and the engines erupted into life. The console room tilted slightly as the TARDIS dematerialized, but almost as soon as it started, the noise of the engines died away. The Doctor unplugged a small device from the console and slipped it into his pocket.

'We've arrived.'

'But where?' asked Louie. Millie shrugged her shoulders as they followed the Doctor outside. The TARDIS had materialized in a deserted street, directly opposite the burnt out warehouse. The roof had collapsed and it was clearly devoid of life.

'Why have we come back here, Doctor? Nothing could have survived that explosion.'

'Oh, I made a terrible mistake Louie, stupid, so stupid.' The Doctor was pacing once more. 'This must have been the plan all along, to scare the entire country, maximizing both the fear and the energy harvested.' The Doctor paused as he realized they weren't following him. 'The alien let us think it had perished, but it was just an elaborate ruse to give it time to orchestrate what's happening tonight.'

'But the warehouse...'

'Is undamaged,' interrupted the Doctor. 'Take a long hard look at where the roof is supposed to be.' They did as the Doctor suggested. The derelict structure seemed to bend, ripple and Louie gasped as he saw the building with fresh eyes, roof intact no sign of damage anywhere.

Millie turned towards him. 'I see it too, Louie, how is that possible?'

The Doctor answered, 'It's a perception filter. We saw what we expected to see, very clever.' He was opening the TARDIS door, beckoning them inside. 'You'll be safe in here,' but neither of them moved.

'If it's going to be dangerous...' Louie began.

'You'll need our help,' finished his cousin.

The Doctor let out an exasperated sigh. 'Humans! I don't have time to argue, just hang back and stay out of trouble. Understand? Stay. Out. Of. Trouble.' With that the trio crossed the road and this time the door slid open effortlessly. Bright light streamed out and they had to momentarily hold their hands up to their faces, as their eyes adjusted.

Inside everything had changed. Large overhead lights illuminated every square inch of the interior and where the Halloween products once stood was now a large, sophisticated alien machine. Thick cables ran along the floor from the equipment converging on a golden

spherical craft. A tall, lean, athletic man emerged and turned his steely gaze towards them and then laughed, the same evil raspy laugh that had haunted Louie's dreams the last few nights.

'I'm fully rejuvenated, Doctor. What do you think?' He span around theatrically. Louie couldn't believe what he was seeing. This was the same person, the same being, they had encountered earlier!

'How is it possible?' asked Louie, speaking to no one in particular.

'He's using fear as energy, rejuvenating himself and his ship with it,' the Doctor told him. 'The fear induced from Hallowe'en was just the start. He required more, much more.'

'But fear's an emotion,' countered Millie, 'it's not a source of energy.' The alien looked at Millie for the first time.

'Such a primitive animal,' smiled the alien coldly, 'so linear in its thinking.' A pause. 'You come here unarmed, Doctor, with two miniature dwellers of this world. You really are more foolish than I thought.' As the alien continued to taunt him, the Doctor palmed the device from the TARDIS console to Louie. The Doctor's eyes momentarily flicked towards the machinery near the door. Louie understood.

'You're powering your fusion engines. If you activate them here everything in a 20 mile radius will be atomized.'

'Collateral damage,' was his simple reply.

The Doctor raised his sonic screwdriver aiming it directly at him.

'I'm giving you a choice. One last chance.'

'Are you? How sweet.' He swept his right arm to one side and the sonic screwdriver was pulled from the Doctor's grasp and rolled across the floor. The Doctor moved towards him, but the creature's fingertips seemed to crackle with power and before he could take another step, bolts of energy slammed into his chest, throwing him across the room.

'You monster!' Millie screamed as she ran to the Doctor. In the confusion, Louie turned on his heels and dived towards the alien equipment, the device in his outstretched hand. The alien's laughter ceased abruptly as he saw what he was doing. The instant the small object touched the equipment, the alien screamed.

'I gave you a choice,' said the Doctor weakly as Millie helped him stand, genuine sorrow in his voice.

The alien was aging rapidly and as his skin became leathery once more, he sank to his knees. Millie buried her face in the Doctor's chest, unable to watch, as the creature withered away, until moments later there was nothing left but dust.

'Louie, help Millie back into the TARDIS,' said the Doctor handing Louie a key. Louie, placing his arm around his best friend, guided her away while the Doctor hurried over to the machinery. He expertly adjusted the controls until it fell into silence, the lights dimming



before going out completely. The overhead lights were fading too and removing both a component from the underbelly of the alien's machine and his own device, the Doctor glanced back at the spacecraft. It looked brittle and it promptly disintegrated.

Scooping his sonic off the floor, the Doctor took aim at the machinery and one sonic blast accelerated its destruction. The colour drained from the equipment, until it was entirely gray, seemingly a mass of tiny particles, like a sandcastle on a beach. Small grains dropped from the machine onto the floor, slowly at first but quickly becoming a cascade until it was gone. The Doctor turned and walked out into the night.

As the Doctor entered the TARDIS, the friends let out a sigh of relief.

'You're alright!' they cried out in unison. The Doctor smiled broadly.

'I'm more than alright thanks to you both, you were marvelous!'

But Millie was still troubled. 'Doctor, the Guys...'

'He was controlling them, animating them. As soon as Louie attached this to his equipment,' said the Doctor holding up his gadget, 'their link was broken. They're just harmless dummies now.' The Doctor slid it back into the console.

'But why did he wither?' asked Louie.

'It also rewrote the sequencing of his machine, rather than feed him energy, it drained it away.'

'I'm exhausted,' proclaimed Millie, sinking to the floor.

'You need something to give you some energy? How about a toffee apple?'